



JOHN MARISCOTTI  
EXECUTIVE VICE PRESIDENT

# NATIONAL RAILWAY UTILIZATION CORP.

860 Suburban Station / 1617 John F. Kennedy Blvd., Phila., Pa. 19103 / (215) 569-2220

RECORDATION NO. 9149 Filed & Recorded

DEC 30 1977-9 5 AM

December 29, 1977

RECORDATION NO. 9149 Filed & Recorded

RECORDATION NO. 9149 Filed & Recorded DEC 30 1977-9 5 AM

## INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission  
12th and Constitutional Avenue, N.W.  
Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION  
RECORDATION NO. 9149-A Filed & Recorded

Attention: Secretary

DEC 30 1977-9 5 AM

Dear Sir:

## INTERSTATE COMMERCE COMMISSION

It is hereby respectfully requested that the following documents be recorded pursuant to the provisions of Section 20c of the Interstate Commerce Act:

1. Conditional Sale Agreement, dated as of December 17, 1977:

Vendor: Citicorp Leasing, Inc.  
399 Park Avenue  
New York, N. Y. 10022

Vendee (Purchaser): The Citizens and Southern National Bank  
of South Carolina, as Trustee  
47 East Camperdown Way  
Greenville, South Carolina 29601

2. Management Agreement dated as of December 17, 1977:

Manager: National Railway Utilization Corporation  
860 Suburban Station  
1617 John F. Kennedy Blvd.  
Philadelphia, Pennsylvania 19103

Trustee: The Citizens and Southern National Bank  
of South Carolina  
(Address as stated above)

3. Bill of Sale:

Builder: National Railway Utilization Corporation  
(Address as stated above)

Buyer: The Citizens and Southern National Bank  
of South Carolina, as Trustee  
(Address as stated above)

7-364A025

DEC 30 1977

Date .....  
Fee \$ 100

ICC Washington, D. C

*Approved by Mr. Thomas  
Sponsoring for 300000*



Interstate Commerce Commission  
December 29, 1977  
Page Two

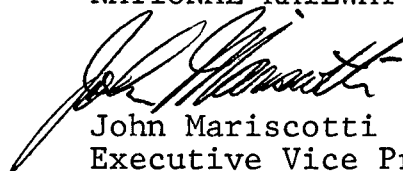
General Description of the Equipment:

28 Boxcars, Type XM (50", 6" 70-ton), bearing  
Road Numbers NSL 102270 through NSL 102297  
(both inclusive), and each being marked:

"CITICORP LEASING, INC. - OWNER AND VENDOR"

Very truly yours,

NATIONAL RAILWAY UTILIZATION CORPORATION



John Mariscotti  
Executive Vice President

JAM:ebw

Enclosures

9149 *B*  
RECORDATION NO. .... Filed & Recorded

DEC 30 1977-9 55 AM

INTERSTATE COMMERCE COMMISSION

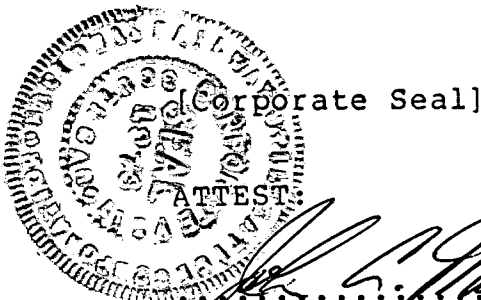
# BILL OF SALE

NATIONAL RAILWAY UTILIZATION CORPORATION (the Builder), in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, does hereby sell, assign, set over and transfer to CITICORP LEASING, INC., a Delaware Corporation (Citicorp Leasing), as assignee of The Citizens and Southern National Bank of South Carolina, as Trustee under a Trust Agreement dated as of December 17, 1977 (the Trustee) under the Trustee's Purchase Order dated December 17, 1977, and to the successors and assigns of Citicorp Leasing, 28 70-ton 50'6" Boxcars, bearing railroad numbers NSL 102270-102297, inclusive; and the Builder hereby warrants to Citicorp Leasing that on the date hereof the Builder had full legal title to the above-described Boxcars and good and lawful right to sell said Boxcars and the title to said Boxcars was free of all claims, liens and encumbrances of any nature whatsoever; and the Builder further covenants to Citicorp Leasing that the Builder will warrant and defend said title.

IN WITNESS WHEREOF, the Builder has caused this instrument to be signed in its name by one of its duly authorized officers and its corporate seal to be hereunto affixed and duly attested, this 29th day of December, 1977.

NATIONAL RAILWAY UTILIZATION  
CORPORATION

By: *John H. Rees*  
Title: *PRESIDENT*



*[Signature]*  
Asst Secretary